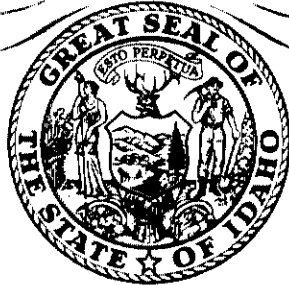


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

**GREATER CALDWELL ATHLETIC
ROUND TABLE, INC.**

was filed in the office of the Secretary of State on the **eleventh** day
of **March** A. D. One Thousand Nine Hundred **Sixty-six** and
will be
is duly recorded on ~~Film No.~~ **xxxxxxmicrofilm** of Record of Domestic Corporations, of the State
of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and
Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for
perpetual existence from the date hereof, with its registered office in this State located at
Caldwell in the County of **Ada**
and as such are subject to the rights, privileges and limitations granted to Non-Profit Coopera-
tive Associations as provided in Chapter 10, Title 30, Idaho Code.

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the
State. Done at Boise City, the Capital of Idaho,
this ~~eleventh~~ day of **March**,
A.D., 19⁶⁶.

Secretary of State.

ARTICLES OF INCORPORATION
of
GREATER CALDWELL ATHLETIC ROUND TABLE, INC.

KNOW ALL MEN BY THESE PRESENTS:

THAT WE, The undersigned, being natural persons of full age and citizens of the United States of America and of the State of Idaho, have this day voluntarily associated ourselves together for the objective of forming a corporation under and pursuant to the provisions of the laws of the State of Idaho pertaining to non-profit cooperative associations, and do hereby certify as follows:

ARTICLE I

The name of the Corporation is "GREATER CALDWELL ATHLETIC ROUND TABLE, INC."

ARTICLE II

The purposes and objects for which the corporation is founded are:

(a) To encourage, promote and engage in athletics, sports, amusements, and activities beneficial to health and to promote, conduct, hold, and arrange such athletic and sporting events, exhibitions, matches and competitions. To offer, grant and contribute toward the provision of prizes, awards and distinctions. To provide athletic grounds, stands and facilities. To further promote the general civic and business interests of the City of Caldwell, Idaho. To provide meals, refreshments and other services in connection with sporting and athletic events. To buy, sell, own, lease and improve real estate and personal property which may be required or deemed necessary for the purposes of carrying on any of the objects of the corporation. To contract debts, issue bills, notes, mortgages, bonds, debentures deemed necessary for the purpose of carrying on the objects of the corporation. To devote any and all net proceeds received by said corporation, charitable, social, civic, fraternal, or patriotic, benevolent or athletic uses and purposes.

It is expressly provided that the enumeration of the foregoing purposes and objects of the said Corporation shall not be construed to limit or restrict the general powers of the corporation.

1 ARTICLE III

2 The existence of this Corporation shall be perpetual. ✓

3 ARTICLE IV

4 The location of the registered office in this state shall
5 be located in Caldwell, County of Canyon, State of Idaho, and the
6 Post Office address shall be P. O. Box 809, Caldwell, Idaho.

7 ARTICLE V

8 This corporation shall be and remain a cooperative association
9 wherein pecuniary profit is not the object of the members of the
10 corporation; and is organized and shall exist under the provisions
11 of the Idaho Code, Section 30-1001 -- 30-1005, both inclusive, as
12 amended; no part of the earnings of this corporation shall inure to
13 the benefit of any member or members but shall be devoted exclusively
14 to the purpose of the said corporation and to charitable social,
15 civic, fraternal, patriotic, benevolent, and athletic purposes.
16 In the event of dissolution of this corporation, any property re-
17 maining after the payment of debts and costs of dissolution shall
18 be donated to a charitable use by the board of directors.

19 ARTICLE VI

20 The by-laws of this corporation shall provide the number
21 and qualifications of the members and the terms and conditions of
22 admission to membership and the right to continue such membership.

23 ARTICLE VII

24 There shall be no capital stock in this corporation, either
25 with or without value, but the said corporation shall issue member-
26 ship certificates to each member thereof which certificates cannot
27 be assigned so that the transferee thereof can by such transfer
28 become a member of the association. In this corporation, the rights
29 and interests of all members shall be equal, and no member shall
30 have or acquire a greater interest than any other member in the
31 corporation, and no member can have or acquire any right, title, or
32

1 interest in any of the earnings or accumulations of the corporation
2 or its property. The membership certificates shall be non-assessable
3 to the members and such certificates shall so state in its face, and
4 the members of this association shall not be liable for the obligation
5 of this corporate association.

6 ARTICLE VIII

7 The affairs of the corporation shall be managed by a Board
8 of Directors which shall consist of twelve Directors, all of whom
9 shall be members of good standing of this association. The Directors
10 shall manage the affairs of this corporation according to the by-
11 laws. The Board of Directors shall elect a president, one or more
12 vice-presidents, secretary and a treasurer, and may also provide
13 for the appointment of such other officers and agents as they may
14 deem necessary to transact the business of the corporation.

15 ARTICLE IX

16 The Corporation shall be governed by a Code of By-Laws not
17 inconsistent with the laws of the State of Idaho and amendments
18 thereto, which said By-Laws shall be adopted and amended by the
19 members of the Corporation.

20 ARTICLE X

21 Amendment of these articles may be made and accomplished only
22 as necessary or hereinafter prescribed by the Laws of the State of
23 Idaho relating to amendments of the Articles of Incorporation by
24 corporations.

25 The names and post office addresses of each and all the
26 incorporators are as follows:

27 Ronald Rasmussen Caldwell, Idaho, 2001 Oregon Ave.
28 Edward J. Janner Caldwell, Idaho, 2417 S. 10th Ave.
29 Ray Cooper Caldwell, Idaho, 2123 Ray Street
30 William Kundrat, Jr. Caldwell, Idaho, 2309 S. Illinois
31
32

DUNLAP, RETTIG & ROSENBERY
Attorneys at Law
914 Main Street
Caldwell, Idaho

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<u><i>Bob Holden</i></u>	Caldwell, Idaho, 1902 Fillmore
<u><i>Bill Hoke</i></u>	Caldwell, Idaho, 10th & Karcher
<u>WILLIAM B O'CONNOR</u>	Caldwell, Idaho, 2007 Cleveland
_____	Caldwell, Idaho
_____	Caldwell, Idaho

IN WITNESS WHEREOF, the undersigned have set their hands
and seals at Caldwell, Canyon County, Idaho, this 10th day
of March, 1965.

James Ramelee
R. L. Gunning
Basil L. Cooper
William Kendrick
Bob Holden
Bill Hoke
William B. O'Connor

DUNLAP, BETTIG & ROSENBERRY
Attorneys at Law
914 Main Street
Caldwell, Idaho

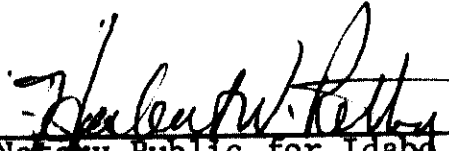
1 STATE OF IDAHO }
2 County of Canyon } ss

3 On this 1st day of March, 1965, before me, the under-
4 signed, a Notary Public in and for said State, personally appeared
5 Donald Parmalee, Robert L. B urrell, Boyd Cooper, William
6 Kundrat, Jr., J. B. Holden, Bill Garber and William B. O'Connor

7
8 known to me to be the persons whose names are subscribed to the
9 within instrument, and acknowledged to me that they executed the
10 same.

11 IN WITNESS WHEREOF, I have hereunto set my hand and affixed
12 my official seal the day and year in this certificate first above
13 written.

14
15
16 (SEAL)


Notary Public for Idaho
Residing at Caldwell, Idaho
My commission expires 7/8/69